

**BEFORE**  
**THE PUBLIC SERVICE COMMISSION OF**  
**SOUTH CAROLINA**  
**DOCKET NO. 2021- ----S**

IN RE: Joint Application for Approval of  
the Sale of Assets and Transfer of Facilities,  
Territory and Certificate of Public  
Convenience and Necessity from Synergy  
Utilities, L.P. to South Carolina Water  
Utilities, Inc.

**MOTION FOR CONFIDENTIAL  
TREATMENT**

Applicants, South Carolina Water Utilities, Inc. (“SCWU”) and Synergy Utilities, L.P. (“Synergy”) by counsel, and under S.C. Code Ann. §§ 30-40-40(1); 39-8-10, *et seq.*, and S.C. Code Ann. Regs.103-804(S)(2), move for Confidential Treatment in the above-captioned proceeding. Applicants request confidential treatment by the Public Service Commission (“Commission”) of certain commercially sensitive financial information filed under seal supporting their Application for approval of the sale of assets and transfer of facilities, territory, and certificate of public convenience and necessity from SCWU to Synergy. This motion is being filed concurrently with the Application.

**I. Description of Confidential Information**

The Asset Purchase Agreement, the redacted version of which is attached as Exhibit C to the Application and the unredacted version of which is filed under seal, contains highly confidential information, specifically: the purchase price and goodwill allocation, salary, valuation of assets and equipment (Schedule 1(a)), company financial information (Schedule 1(e)), and information pertaining to the governance of Synergy (Schedule 7(b)). the public disclosure of which would cause direct, immediate, and substantial harm to the Applicants’ competitive position

in South Carolina and in other states where SCWU or its parent company are doing business. SCWU is a closely held corporation and desires to keep this information confidential to safeguard the privacy of its shareholders. Synergy, a limited partnership, also desires to safeguard the privacy of its owners and operations.

## **II. Grounds for Claim of Confidentiality**

Disclosure of the purchase agreement would jeopardize SCWU's relationship with its investors and harm the Applicant's ability to compete in the provision of utility services in South Carolina. Neither SCWU nor Synergy are public owned, and their financial and business information is uniquely sensitive. They desire to keep their financial information out of the public realm.

Applicants take considerable efforts to maintain the secrecy of the information of this nature. Financial information of this type is not publicly disseminated, and Applicants each take reasonable steps to guard this information internally. Its disclosure is limited to Applicants' senior officers, Applicants' counsel, and employees of the company directly involved with Applicants' financial operations. When required to submit financial information to public authorities, all such information is stamped "Confidential" and comes with formal requests to maintain the confidentiality of the information and to withhold it from public disclosure. The financial information submitted by Applicant in Exhibit C of its Application fits squarely within the definition of a "trade secret" under the South Carolina Trade Secrets Act. S.C. Code Ann. § 39-8-(20)(a). A "trade secret" is exempt from disclosure pursuant to S.C. Code Ann. § 30-4-40(a)(1) of the South Carolina Freedom of Information Act.

Most important, Applicants have narrowly tailored their request for confidential treatment and have provided a minimally redacted agreement for public inspection with their Application.

Applicants have disclosed all terms of the transaction which could reasonably be expected to impact customer service. Conversely, the information Applicants want to keep confidential would not affect customer service.

### **III. Conclusion**

The financial information included in support of the Application, for which confidential treatment is requested, is both proprietary and competitively sensitive. Applicants would suffer substantial direct harm if such information is made publicly available. The harm that would result from public disclosure of the Applicants' financial information is real and not speculative. The financial information in Exhibit C should be protected from public disclosure by the Commission.

WHEREFORE, Applicants respectfully request the redacted information in Exhibit B of the Application be ruled exempt from public disclosure and provided confidential treatment.

Respectfully submitted,

*s/ Charles L.A. Terreni*

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